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IN THE UNITED STATES BANKRUPTCY COURT FOR THE WESTERN DISTRICT OF PENNSYLVANIA

Case No.: 24-21217-CMB

SOUTH HILLS OPERATIONS, LLC, et al.,1

Chapter 11

Debtors.

Jointly Administered

Doc. No.:

SOUTH HILLS OPERATIONS, LLC, et al.,

Related to Document No.: 1000

Hearing Date: January 15, 2025

Movant,

Hearing Time: 10:00 a.m.

NO RESPONDENTS.

-VS -

In Re:

Response Deadline: February 28, 2025 at

4:00 p.m. EST

ORDER SETTING ADMINISTRATIVE CLAIMS BAR DATE FOR EXPENSES INCURRED PRIOR TO JANUARY 15, 2025

Upon the Debtors' *Motion to Set Administrative Claims Bar Date for Expenses Incurred Prior to January 15, 2025* (the "Motion")²; and the Court having reviewed the Motion and any objections filed thereto; and the Court finding that: (i) the Court has jurisdiction over this matter

¹The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number are: South Hills Operations, LLC (5527); Monroeville Operations, LLC (3280); Mt. Lebanon Operations, LLC (1133); Murrysville Operations, LLC (9149); Cheswick Rehabilitation and Wellness Center, LLC (9561); 3876 Saxonburg Boulevard Propco, LLC (3618); North Strabane Rehabilitation and Wellness Center, LLC (1677); 100 Tandem Village Road Propco, LLC (1918); Maybrook-C Briarcliff Opco, LLC (5187); Maybrook-C Briarcliff Propco, LLC (1823); Maybrook-C Evergreen Opco, LLC (5388); Maybrook-C Evergreen Propco, LLC (2000); Maybrook-C Kade Opco, LLC (4033); Maybrook-C Kade Propco, LLC (2097); Maybrook-C Latrobe Opco, LLC (4148); Maybrook-C Latrobe Propco, LLC (2178); Maybrook-C Overlook Opco, LLC (7081); Maybrook-C Overlook Propco, LLC (6804); Maybrook-C Silver Oaks Opco, LLC (7146); Maybrook-C Silver Oaks Propco, LLC (9654); Maybrook-C Whitecliff Opco, LLC (6211); Maybrook-C Whitecliff Propco, LLC (4835). The Debtors' address is 485 Lexington Avenue, 10th Floor, New York, NY 10017.

² Capitalized terms not otherwise specifically defined herein shall have the meanings ascribed to them in the Motion.

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pursuant to 28 U.S.C. §§ 157 and 1334; (ii) venue of these Chapter 11 Cases and the Motion is proper under 28 U.S.C. §§ 1408 and 1409; (iii) notice of the Motion, the opportunity to object, and for the hearing thereon was provided and sufficient under the circumstances; and (iv) based on the foregoing, no further notice or hearing is required and good cause exists to grant the relief requested in the Application,

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

- 1. The Motion is GRANTED as set forth in this Order. Any objections or other responses to the Motion not withdrawn or resolved are hereby overruled in their entirety.
- 2. **February 28, 2025 at 4:00 p.m. (ET)** (the "Administrative Claims Bar Date") shall be the deadline for all persons and entities to file requests for allowance (each, a "Request for Allowance") for unpaid amounts qualifying as administrative expenses under 11 U.S.C. § 503 of the Bankruptcy Code that accrued on or before January 15, 2025.
- 3. The Administrative Claims Bar Date Notice, substantially in the form attached hereto as **Exhibit 1**, and the Publication Notice, substantially in the form attached hereto as **Exhibit 2**, are APPROVED in all respects.
- 4. The Request for Allowance Form, substantially in the form attached hereto as **Exhibit 3**, is APPROVED in all respects.
- 5. The following procedures for filing Requests for Allowance are hereby approved and adopted in these Chapter 11 Cases:
 - (a) Requests for Allowance must conform substantially to the Request for Allowance Form attached hereto as **Exhibit 3**;
 - (b) All Requests for Allowance must be actually received on or before the Administrative Claims Bar Date associated with such claim by Omni Agent Solutions, Inc. ("Omni"), the Debtors' claims and noticing agent in these Chapter 11 Cases. All Requests for Allowances must be sent to Omni (i) electronically (but not by e-mail) through Omni's website: https://omniagentsolutions.com/SouthHills; or (ii) by regular mail,

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overnight mail, or hand delivery, addressed to: South Hills Operations, LLC Claims Processing c/o Omni Agent Solutions, Inc, 5955 De Soto Ave., Suite 100, Woodland Hills, CA 91367;

- (c) Requests for Allowance will be deemed timely filed only if they are actually received by Omni on or before the Administrative Claims Bar Date. Requests for Allowances submitted by facsimile or e-mail will *not* be accepted;
- (d) Requests for Allowance must: (i) be in writing and signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant; (ii) include supporting documentation or, if voluminous, a summary of supporting documents and an explanation as to why documentation is not available and identify where such supporting documentation may be obtained; (iii) be in the English language; and (iv) be denominated in United States currency;
- (e) A separate Request for Allowance <u>must</u> be submitted for each Debtor that owes money to the Claimant. Lump sum filings against more than one Debtor are not permitted.
- (f) Each Request for Allowance must specify by name the Debtor against which a claim is asserted, and if the holder asserts a claim against more than one Debtor, a separate Request for Allowance must be filed against each such Debtor; and
- (g) Any entity that files a Request for Allowance by mail and wishes to receive a date-stamped copy by return mail shall include an additional copy of the Request for Allowance and a self-addressed postage-paid envelope.
- 6. The following persons or entities are <u>not</u> required to file a Request for Allowance:
 - (a) any person or entity whose Administrative Claim has been allowed by order of the Court entered on or before the Administrative Claims Bar Date;
 - (b) any person or entity whose claim has been paid or otherwise satisfied in full by the Debtors or any other party prior to the Administrative Claims Bar Date;
 - (c) any affiliate (as defined in section 101(2) of the Bankruptcy Code) of the Debtors that is a Debtor for its claims against any other Debtor;
 - (d) Administrative Claims for professional fees held by Excluded Professionals;
 - (e) Administrative Claims for goods or services provided after January 15, 2025, and.

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Trustee

- (f) The United States for quarterly fees due under 28 U.S.C. § 1930.
- 7. No later than five (5) business days after the entry of the Administrative Claims Bar Date Order, the Debtors shall cause service of the Administrative Claims Bar Date Notice, substantially in the form attached hereto as **Exhibit 1**, by first class U.S. mail, postage prepaid, along with a copy of the Request for Allowance Form on the following parties:
 - (a) all parties that have requested notice in these Chapter 11 Cases;
 - (b) all persons or entities that have previously filed a request for allowance of an Administrative Claim;
 - (c) all known or suspected holders of Administrative Claims against any Debtor; and
 - (d) all applicable governmental unites, including the Internal Revenue Service, the U.S. Attorney for the Western District of Pennsylvania, and the Office of the Attorney General in Pennsylvania.
- 8. In addition to serving the Administrative Claims Bar Date Notice, the Debtors shall publish the Publication Notice, substantially in the form attached hereto as **Exhibit 2**, once no later than twenty-one (21) days before the Bar Date in the Pittsburgh Gazette. The Publication Notice will provide effective notice of the Administrative Claims Bar Date to all creditors, including (a) the general public and any creditors who are unknown or not reasonably ascertainable by the Debtors, (b) known creditors with addresses that are unknown to the Debtors or are no longer accurate or updated, and (c) potential creditors with claims against the Debtors.
- 9. Any holder of a claim against any Debtor who receives notice of the Administrative Claims Bar Date (whether such notice was actually or constructively received), and is required, but fails, to file a Request for Allowance in accordance with this Order on or before the Administrative Claims Bar Date shall not be treated the holder of an administrative Claim in theses Chapter 11 Bankruptcy Cases, unless such claim is

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subsequently allowed by a separate order of the Bankruptcy Court upon a motion of the creditor seeking allowance of its late filed Request for Allowance.

10. The requirement to file Requests for Allowance prior to the Bar Date specifically includes all administrative claims asserted pursuant to section 503(b)((9) of the Bankruptcy Code (11 U.S.C. § 503(b)(9)).

11. Nothing in this Order shall prejudice the right of any Debtor or any other party in interest to dispute, or to assert offsets or defenses to, any claim as to amount, liability, characterization, or otherwise, and to subsequently designate any claim as disputed, contingent, or unliquidated.

12. The Debtors are authorized and empowered to take such steps and perform such acts as necessary or appropriate to implement and effectuate the terms of this Order.

13. This Court shall retain jurisdiction over any and all matters arising from the interpretation or implementation of this Order.

Prepared by:

/s/ Daniel R. Schimizzi

Daniel R. Schimizzi

Local Counsel to the Debtors

BY THE COURT:

Date: January 15 . 2025

Pittsburgh, PA

Hon. Carlota M. Böhm

United States Bankruptcy Court

FILED 1/15/25 11:15 am CLERK U.S. BANKRUPTCY COURT - WDPA Case 24-21217-CMB Doc 1085 Filed 01/15/25 Entered 01/15/25 11:32:35 Desc Main Case 24-21217-CMB Doc 1083-1 Filed 01/15/25 Entered 01/15/25 09:55:45 Desc Exhibit A - Revised Proposed Order Page 7 of 16

Exhibit 1

Administrative Claims Bar Date Notice

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IN THE UNITED STATES BANKRUPTCY COURT FOR THE WESTERN DISTRICT OF PENNSYLVANIA

In Re: Case No.: 24-21217-CMB

SOUTH HILLS OPERATIONS, LLC, et al.,¹

Chapter 11

Debtors.

Jointly Administered

Related to Document No.: 1000

SOUTH HILLS OPERATIONS, LLC, et al.,

Movant,

Hearing Date: January 15, 2025

Hearing Time: 10:00 a.m.

-vs - Response Deadline: February 28, 2025 at

4:00 p.m. EST

NO RESPONDENTS.

NOTICE OF DEADLINE FOR REQUESTS FOR ALLOWANCE OF ADMINISTRATIVEW CLAIMS ACCRUED THROUGH JANUARY 15, 2025

PLEASE TAKE NOTICE that, on May 17, 2024 (the "Petition Date"), the Debtors filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code").

PLEASE TAKE FURTHER NOTICE that on January _____, 2025, the United States Bankruptcy Court for the Western District of Pennsylvania (the "Court"), having jurisdiction over the Debtors' Chapter 11 Cases, entered an order (the "Administrative Claims Bar Date Order") establishing February 28, 2025 at 4:00 p.m. (ET) as the deadline for all persons and entities to

¹The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number are: South Hills Operations, LLC (5527); Monroeville Operations, LLC (3280); Mt. Lebanon Operations, LLC (1133); Murrysville Operations, LLC (9149); Cheswick Rehabilitation and Wellness Center, LLC (9561); 3876 Saxonburg Boulevard Propco, LLC (3618); North Strabane Rehabilitation and Wellness Center, LLC (1677); 100 Tandem Village Road Propco, LLC (1918); Maybrook-C Briarcliff Opco, LLC (5187); Maybrook-C Briarcliff Propco, LLC (1823); Maybrook-C Evergreen Opco, LLC (5388); Maybrook-C Evergreen Propco, LLC (2000); Maybrook-C Kade Opco, LLC (4033); Maybrook-C Kade Propco, LLC (2097); Maybrook-C Latrobe Opco, LLC (4148); Maybrook-C Latrobe Propco, LLC (2178); Maybrook-C Overlook Opco, LLC (7081); Maybrook-C Overlook Propco, LLC (6804); Maybrook-C Silver Oaks Opco, LLC (7146); Maybrook-C Silver Oaks Propco, LLC (9654); Maybrook-C Whitecliff Opco, LLC (6211); Maybrook-C Whitecliff Propco, LLC (4835). The Debtors' address is 485 Lexington Avenue, 10th Floor, New York, NY 10017.

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file requests for allowance (each, a "Request for Allowance") based on claims against any Debtor that accrued on or after the Petition Date and prior to January 15, 2025, and remain unpaid.

You should consult an attorney if you have any questions, including whether to file a Request for Allowance. If you have any questions with respect to this notice, you may contact the Debtors' claims agent, Omni Agent Solutions, Inc. ("Omni") at (212) 302-3580 or visit Omni's website at https://omniagentsolutions.com/SouthHills.

1. WHO MUST FILE A REQUEST FOR ALLOWANCE

You MUST file a Request for Allowance if you have a claim that accrued on or after the Petition Date and prior to January 15, 2025 that remains unpaid or if you have an unpaid claim for goods meeting the requirements of section 503(b)((9) of the Bankruptcy Code.

Under section 101(5) of the Bankruptcy Code and as used herein, the word "claim" means: (a) the right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

Requests for Allowance will be deemed timely filed *only if* they are actually received by Omni on or before the Administrative Claims Bar Date. Requests for Allowance submitted by facsimile or e-mail *will not be accepted*.

A separate Request for Allowance <u>must</u> be submitted for each Debtor that owes money to the Claimant. Lump sum filings against more than one Debtor are not permitted.

2. WHO NEED NOT FILE A REQUEST FOR ALLOWANCE.

The following are not required to file a Request for Allowance: (a) any person or entity whose Administrative Claim has been allowed by order of the Court entered on or before the Administrative Claims Bar Date; (b) any person or entity whose claim has been paid or otherwise satisfied in full by the Debtors or any other party prior to the Administrative Claims Bar Date; (c) any affiliate (as defined in section 101(2) of the Bankruptcy Code) of the Debtors that is a Debtor for its claims against any other Debtor; (d) any person or entity with Administrative Claims for professional fees held by Excluded Professionals; and (e) any person or entity with Administrative Claims for goods or services provided after January 15, 2025.

You should not file a Request for Allowance if you do not have an unpaid claim that accrued after the Petition Date against any of the Debtors or an unpaid claim under section 503(b)((9) of the Bankruptcy Code. The fact that you have received this Administrative Claims Bar Date Notice does not mean that you have an administrative claim or that the Debtors or the Bankruptcy Court believes that you have an administrative claim.

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3. HOW TO FILE A REQUEST FOR ALLOWANCE

Enclosed herewith is a Request for Allowance Form. If you file a Request for Allowance, it must be (i) completed on a claim form substantially in the form attached; (ii) signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant; (iii) include supporting documentation (if voluminous, attach a summary) or explanation as to why documentation is not available; (iv) be in English language; and (v) be denominated in United States currency.

Any holder of a claim against more than one Debtor must file a separate Request for Allowance against each Debtor, and all holders of administrative claims must identify on their Request for Allowance the specific Debtor against which such claim is asserted. Each Debtor's name and last four digits of its EIN are set forth in footnote 1 above. A Request for Allowance that fails to separate its administrative claim by Debtor will be disallowed.

The requirement to file administrative claims prior to the Bar Date specifically includes all Administrative Claims asserted pursuant to section 503(b)((9) of the Bankruptcy Code.

You should attach to your completed Request for Allowance copies of any writings upon which your claim is based.

4. CONSEQUENCES OF FAILURE TO FILE A REQUEST FOR ALLOWANCE BY THE ADMINISTRATIVE CLAIMS BAR DATE

Any holder of a claim against any Debtor who receives notice of the Administrative Claims Bar Date (whether such notice was actually or constructively received), and is required, but fails, to file a Request for Allowance in accordance with this Order on or before the Administrative Claims Bar Date shall not be treated the holder of an administrative Claim in theses Chapter 11 Bankruptcy Cases and shall not receive or be entitled to receive any payment or distribution of property from the Debtors or their successors or assigns with respect to such administrative claim, unless such claim is subsequently allowed by a separate order of the Bankruptcy Court upon a motion of the creditor seeking allowance of its late filed Request for Allowance.

Dated January _____, 2025 Pittsburgh, Pennsylvania Respectfully submitted,

/s/ Daniel R. Schimizzi

Daniel R. Schimizzi (PA ID No. 311869)

Sarah E. Wenrich (PA ID No. 325834)

RAINES FELDMAN LITTRELL, LLP

11 Stanwix Street, Suite 1400

Pittsburgh, PA 15222

Telephone: 412-899-6460

Email: dschimizzi@raineslaw.com

swenrich@raineslaw.com

Local Counsel to the Debtors and

Debtors in Possession

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-AND-

Glenn B. Rose (pro hac vice)
Alfonso Cuen (pro hac vice)
BASS, BERRY & SIMS PLC
21 Platform Way, Suite 3500
Nashville, TN 37203
Telephone (615) 742-6200
Facsimile (615) 742-6293
grose@bassberry.com
alfonso.cuen@bassberry.com

Counsel to the Debtors and Debtors in Possession

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Exhibit 2

Publication Notice

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IN THE UNITED STATES BANKRUPTCY COURT FOR THE WESTERN DISTRICT OF PENNSYLVANIA

In Re: Case

Case No.: 24-21217-CMB

SOUTH HILLS OPERATIONS, LLC, et al.,4

Chapter 11
Jointly Administered

Debtors.

Related to Document No.: 1000

SOUTH HILLS OPERATIONS, LLC, et al.,

Hearing Date: January 15, 2025

Movant,

Hearing Time: 10:00 a.m.

-vs -

Response Deadline: February 28, 2025 at

4:00 p.m. EST

NO RESPONDENTS.

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PLEASE TAKE FURTHER NOTICE that on _______, 2025, the United States Bankruptcy Court for the Western District of Pennsylvania (the "Court"), having jurisdiction over the Debtors' Chapter 11 Cases, entered an order (the "Administrative Claims Bar Date Order") establishing February 28, 2025 at 4:00 p.m. (ET) as the deadline for all persons and entities to

⁴The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number are: South Hills Operations, LLC (5527); Monroeville Operations, LLC (3280); Mt. Lebanon Operations, LLC (1133); Murrysville Operations, LLC (9149); Cheswick Rehabilitation and Wellness Center, LLC (9561); 3876 Saxonburg Boulevard Propco, LLC (3618); North Strabane Rehabilitation and Wellness Center, LLC (1677); 100 Tandem Village Road Propco, LLC (1918); Maybrook-C Briarcliff Opco, LLC (5187); Maybrook-C Briarcliff Propco, LLC (1823); Maybrook-C Evergreen Opco, LLC (5388); Maybrook-C Evergreen Propco, LLC (2000); Maybrook-C Kade Opco, LLC (4033); Maybrook-C Kade Propco, LLC (2097); Maybrook-C Latrobe Opco, LLC (4148); Maybrook-C Latrobe Propco, LLC (2178); Maybrook-C Overlook Opco, LLC (7081); Maybrook-C Overlook Propco, LLC (6804); Maybrook-C Silver Oaks Opco, LLC (7146); Maybrook-C Silver Oaks Propco, LLC (9654); Maybrook-C Whitecliff Opco, LLC (6211); Maybrook-C Whitecliff Propco, LLC (4835). The Debtors' address is 485 Lexington Avenue, 10th Floor, New York, NY 10017.

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file requests for allowance (each, a "Request for Allowance") based on claims against any Debtor that accrued after the Petition Date and prior to January 15, 2025, and remain unpaid.

PLEASE TAKE FURTHER NOTICE that the Request for Allowance form and instructions for filing a claim may be obtained at Omni's website at https://omniagentsolutions.com/SouthHills. Anyone unsure as to whether it needs to file a claim should consult their own attorney.

For general information regarding the bankruptcy cases, you may (i) contact the Debtors' attorneys, Raines Feldman Littrell, LLP, <u>Attn</u>: Daniel R. Schimizzi by email (<u>dschimizzi@raineslaw.com</u>) or telephone at (412) 899-6460; or Bass, Berry & Sims PLC, <u>Attn</u>: Glenn B. Rose by email (<u>grose@bassberry.com</u>) or telephone at (615) 742-6200; or (ii) contact the Debtors' claims agent, Omni Agent Solutions, Inc. ("<u>Omni</u>"), by telephone at (212) 302-3580; or (iii) visit Omni's website at https://omniagentsolutions.com/SouthHills. Please note that neither Omni nor Debtors' legal counsel is not permitted to give you legal advice. Omni cannot advise you how to file, or whether you should file, a Request for Allowance.

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Exhibit 3

Request for Allowance Form

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USE ONLY FOR ADMINISTRATITY E EXPENSE CLAIMS THAT ACCRUED BEFORE JANUA	XKY 15, ZUZS.
UNITED STATES BANKRUPTCY COURT WESTERN DISTRICT OF PENNSYLVANIA	ADMINISTRATIVE EXPENSE PROOF OF CLAIM FORM
Fill in the information to identify the case (Select only one Debtor per claim form):	
Debtor:	
Case Number:	
NOTE: This Administrative Expense Claim Request form is to be used solely in connection with a request for payment of an administrative expense as defined in 11 U.S.C. § 503. Per order of this Court, a separate form <u>must</u> be submitted for each Debtor that owes money to the Claimant. FAILURE TO PROPERLY SEGREGATE AMOUNTS DUE BY DEBTOR WILL RESULT IN THE DENIAL OF THE REQUEST FOR ALLOWANCE.	
Name of Creditor (the person or other entity to whom the debtor owes money or property):	Check this box to indicate that this claim amends a previously filed
Name and address where notices should be sent:	claim.
	Court Claim Number:
	(If known)
Telephone number:	Filed on:
Name and address where payment should be sent (if different from above):	
IMPORTANT: Please list the name and address of any property related to your claim (if applicable).	
Property Name:	
Property Address:	
1. Basis for Claim:	
(e.g., goods sold, money loaned, services performed, car loan, mortgage note, and credit card)	
2. Last four digits of any account or number by which creditor identifies debtor:	
3. TOTAL AMOUNT OF ADMINISTRATIVE (attach an itemized statement of all interest or additional charges, if applicable)	
EXPENSE CLAIM:	
4. BRIEF DESCRIPTION OF CLAIM (attach any additional information):	
 5. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. 6. Supporting Documents: Attached are redacted copies of any documents that support the claim, such as promissory notes, purchase 	THIS SPACE IS FOR COURT USE ONLY.
orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, security agreements, or, in the case of a claim based on an open-end or revolving consumer credit agreement, a statement providing the information required by FRBP 3001(c)(3)(A). If the claim is secured, box 4 has been completed, and redacted copies of documents providing evidence of perfection of a security interest are attached.	
DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.	
If the documents are not available, please explain: DATE-STAMPED COPY: To receive an acknowledgment of the filing of your administrative expense proof of claim, enclose a stamped, self-addressed return envelope and copy of this administrative expense proof of claim, or you may view your claim information by visiting the website of the Claims Agent at: https://omniagentsolutions.com/SouthHills .	
IF PROOF OF CLAIM IS SENT BY MAIL, HAND DELIVERY, OR OVERNIGHT COURIER, SEND TO:	
South Hills Operations, LLC Claims Processing c/o Omni Agent Solutions, Inc,	
5955 De Soto Ave., Suite 100,	
Woodland Hills, CA 91367	
Date: (print) Signature: the person filing this claim must sign it. Print name and title, if any, of the creditor or other person authorized to file this claim.	